

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

GOLDMAN, SACHS & CO.,

Plaintiff,

-vs-

NORTH CAROLINA MUNICIPAL
POWER AGENCY NUMBER ONE,

Defendant.

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13 CV 1319 (PAC)

ECF Case

DECLARATION OF ANDREW H. REYNARD

ANDREW H. REYNARD hereby declares as follows:

1. I am a member in good standing of the bar of this Court. I am an associate at the law firm of Sullivan & Cromwell LLP, counsel to Plaintiff Goldman, Sachs & Co. (“Goldman Sachs”) in the above-captioned action.

2. I submit this Declaration in support of Goldman Sachs’ Motion for a Preliminary Injunction.

3. Attached as Exhibits 1 through 6 are true and correct copies of the following documents:

1. The Statement of Claim filed on December 21, 2012 by Claimant North Carolina Municipal Power Agency Number One (“NCMPA1”) in the FINRA arbitration captioned *North Carolina Municipal Power Agency Number One v. Goldman, Sachs & Co., et al.*, FINRA No. 13-00005 (the “FINRA Arbitration”).
2. The Contract of Purchase among Goldman Sachs, the Local Government Commission of North Carolina, and NCMPA1, dated April 17, 2003.
3. The Broker-Dealer Agreement among Goldman Sachs, NCMPA1, and Deutsche Bank Trust Company Americas, dated April 24, 2003.

4. Excerpts of the Official Statement issued by NCMPA1 on April 11, 2003 related to its issuance of \$149,700,000 in auction rate securities on that date.
5. Goldman Sachs' Answer to NCMPA1's Statement of Claim, filed on February 27, 2013 in the FINRA Arbitration.
6. Excerpts of Transcript of July 12, 2012 Oral Argument in *UBS Financial Services, Inc. v. Carilion Clinic*, 12-cv-424, 880 F. Supp. 2d 724 (E.D. Va. 2012).

I declare under penalty of perjury that the foregoing is true and correct.

Dated: April 26, 2013
New York, New York

Respectfully submitted,

By: /s/ Andrew H. Reynard
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